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20006-2973

OF COUNSEL
URBAN A. LESTER

August 1, 1994

(202) 393-2266
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RECORDATION NO. 14653-A FILED 1425

AUG 1 - 1994 - 1 30 PM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) copies of an Acknowledgment and Release, dated August 1, 1994, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Indenture and Security Agreement between Security Pacific Leasing Corporation, debtor, and Meridian Trust Company, Secured Party, which was duly filed with the Commission under Recordation Number 14653.

The name and address of the party to the enclosed document are:

Secured Party: Meridian Trust Company
35 North 6th Street - PO Box 16003
Reading, Pennsylvania 19612

A description of the railroad equipment covered by the enclosed document is: 150 covered hopper cars bearing road marks and numbers ECUX 847001 through ECUX 847150, inclusive.

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

Enclosure

RECEIVED
OFFICE OF THE
SECRETARY
AUG 1 1 23 PM '94
LICENSING BRANCH

Edward M. Lerner
Conrad

Interstate Commerce Commission
Washington, D.C. 20423

8/1/94

OFFICE OF THE SECRETARY

Robert W. Alvord
Alvord & Alvord
918 16th St. N.W. Suite 200
Washington, D.C. 20006-2973

Dear sir:

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on 8/1/94 at 1:30pm, and assigned
recording number(s). 14653-A

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

Strickland
Scc.

RECORDATION NO. 14653-A FILED 1425

AUG 1 - 1994 - 1 30 PM

INTERSTATE COMMERCE COMMISSION

ACKNOWLEDGMENT AND RELEASE
Dated August 1, 1994

To: Security Pacific Leasing Corporation

The undersigned Indenture Trustee acknowledges receipt of all principal from Security Pacific Leasing Corporation as payment of all outstanding amounts under the Loan Certificates issued under that certain Indenture and Security Agreement dated as of May 1, 1985 (the "Indenture") between Security Pacific Leasing Corporation as Owner Participant and the undersigned as Indenture Trustee, which Indenture was filed with the Interstate Commerce Commission on May 22, 1985 and given recordation number 14653. Capitalized terms not otherwise defined herein shall have the meanings assigned in the Indenture.

The undersigned Indenture Trustee confirms that (i) there are no further amounts owing to the Indenture Trustee or the Loan Participant under the Indenture or any Basic Agreement, (ii) that the Trust Estate is released from the lien of the Indenture, and (iii) the conditions in Section 10.01 thereof having been satisfied, the Indenture has terminated.

IN WITNESS WHEREOF, the undersigned has caused this Acknowledgment and Release to be duly executed and delivered by its duly authorized officer on the day and year first above written.

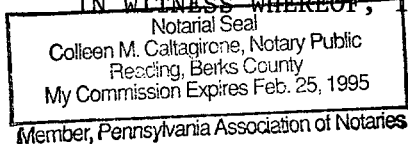
Meridian Trust Company, as
Indenture Trustee

By Stephen J. Kaba
Title VICE PRESIDENT

Commonwealth of Pennsylvania :
: SS.
County of Berks :

On this, the 29th day of July, 1994, before me the undersigned notary public, personally appeared Stephen J. Kaba, who acknowledged himself to be a Vice President of Meridian Trust Company, and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of Meridian Trust Company by himself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.



Colleen M. Callaghy
Notary Public